

ATCO
GROUP

Corporate Office



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February 5, 2008

Securities and Exchange Commission
Judiciary Plaza
450 - 5 Street NW
Washington, DC 20549

SEC
Mail Processing
Section

FEB 12 2008

Washington, DC
101

Canadian Utilities Limited
File No.: 82-34744
Exemption Pursuant to Rule 12g3-2(b)

Dear Sir or Madam:

SUPPL

Pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934, as amended, enclosed is a copy of the following:

- ◆ Corporation's Form 1, filed February 4, 2008 for symbol CU
- ◆ Corporation's Form 1, filed February 4, 2008 for symbol CU.X
- ◆ Corporation's Form 1, filed February 4, 2008 for symbol CU.PR.A
- ◆ Corporation's Form 1, filed February 4, 2008 for symbol CU.PR.B

As required pursuant to Rule 12g3-2(b), the exemption number appears in the upper right-hand corner of each unbound page and of the first page of each bound document.

Please indicate your receipt of the enclosed by stamping the enclosed copy of this letter and returning it to the sender in the enclosed self-addressed, stamped envelope.

Regards,

Karen Sharp, Senior Administrative Assistant
Corporate Secretarial Department
ATCO Ltd. and Canadian Utilities Limited

Encl.

PROCESSED

FEB 15 2008

**THOMSON
FINANCIAL**

ATCO LTD. & CANADIAN UTILITIES LIMITED

1400, 909 - 11th Avenue S.W., Calgary, Alberta T2R 1N6 Tel (403) 292-7500 Fax (403) 292-7623

Form 1 Submission - Change in Issued and Outstanding Securities

FILE NO. 82-34744

Issuer : Canadian Utilities Limited
 Symbol : CU
 Reporting Period: 01/01/2008 - 01/31/2008

Summary

Issued & Outstanding Opening Balance : 81,508,986 As at : 01/01/2008

Effect on Issued & Outstanding Securities

Other Issuances and Cancellations 46,400

Issued & Outstanding Closing Balance : 81,555,386

Other Issuances and Cancellations

Effective Date	Transaction Type	Number of Securities
01/31/2008	Conversion (General)	46,400
Totals		46,400

Filed on behalf of the Issuer by:

Name: Frances van der Basch
 Phone: 4032927564
 Email: frances.vanderbasch@atco.com
 Submission Date: 02/04/2008
 Last Updated: 02/04/2008

Form 1 Submission - Change in Issued and Outstanding Securities

FILE NO. 82-34744

Issuer : Canadian Utilities Limited
 Symbol : CU.X
 Reporting Period: 01/01/2008 - 01/31/2008

Summary

Issued & Outstanding Opening Balance : 43,785,684 As at : 01/01/2008

Effect on Issued & Outstanding Securities

Other Issuances and Cancellations -46,400

Issued & Outstanding Closing Balance : 43,739,284

Other Issuances and Cancellations

Effective Date	Transaction Type	Number of Securities
01/31/2008	Conversion (General)	-46,400
Totals		-46,400

Filed on behalf of the Issuer by:

Name: Frances van der Basch
 Phone: 4032927564
 Email: frances.vanderbasch@atco.com
 Submission Date: 02/04/2008
 Last Updated: 02/04/2008

Form 1 Submission - Change in Issued and Outstanding Securities

FILE NO. 82-34744

Issuer : Canadian Utilities Limited
 Symbol : CU.PRA
 Reporting Period: 01/01/2008 - 01/31/2008

Summary

Issued & Outstanding Opening Balance : 6,000,000 As at : 01/01/2008

Effect on Issued & Outstanding Securities

Other Issuances and Cancellations 0

Issued & Outstanding Closing Balance : 6,000,000

Other Issuances and Cancellations

Effective Date	Transaction Type	Number of Securities
Totals		0

Filed on behalf of the Issuer by:

Name: Frances van der Basch
 Phone: 4032927564
 Email: frances.vanderbasch@atco.com
 Submission Date: 02/04/2008
 Last Updated: 02/04/2008

Form 1 Submission - Change in Issued and Outstanding Securities

FILE NO. 82-34744

Issuer : Canadian Utilities Limited
 Symbol : CU.PR.B
 Reporting Period: 01/01/2008 - 01/31/2008

Summary

Issued & Outstanding Opening Balance : 6,000,000 As at : 01/01/2008

Effect on Issued & Outstanding Securities

Other Issuances and Cancellations 0

Issued & Outstanding Closing Balance : 6,000,000

Other Issuances and Cancellations

Effective Date	Transaction Type	Number of Securities
Totals		0

Filed on behalf of the Issuer by:

Name: Frances van der Basch
 Phone: 4032927564
 Email: frances.vanderbasch@atco.com
 Submission Date: 02/04/2008
 Last Updated: 02/04/2008

END